

**UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

**IN RE AUTOMOTIVE PARTS ANTITRUST
LITIGATION**

In Re: AIR CONDITIONING SYSTEMS

**THIS RELATES TO:
ALL DIRECT PURCHASER ACTIONS**

**CASE NO. 12-MD-02311
HON. MARIANNE O. BATTANI**

2:13-cv-02701-MOB-MKM

**ORDER DIRECTING DISSEMINATION OF
NOTICE AND SCHEDULING HEARING ON FINAL APPROVAL
OF SETTLEMENT WITH VALEO DEFENDANTS AND REQUESTS FOR
ATTORNEYS' FEES AND LITIGATION COSTS AND EXPENSES**

Upon consideration of the Motion for Authorization to Disseminate Notice to Direct Purchaser Settlement Class of Proposed Settlement with Valeo Defendants and Requests for Attorneys' Fees and Litigation Costs of Expenses, to which the Valeo Defendants consent, it is hereby ORDERED as follows:

1. The Motion is **GRANTED**.
2. The Settlement Agreement between the Direct Purchaser Plaintiffs and Defendants Valeo Japan Co., Ltd., Valeo Inc., Valeo Electrical Systems, Inc., and Valeo Climate Control Corp. (collectively, "Valeo" or the "Valeo Defendants") was preliminarily approved, and a Direct Purchaser Valeo Settlement Class (the "Valeo Settlement Class") was provisionally certified, by Order of this Court dated March 21, 2017. (2:13-cv-02701, Doc. No. 94). The Valeo Settlement Class shall receive notice of the proposed settlement in accordance with the terms of this Order.

3. The Court approves the form and content of: (a) the Notice of Proposed Settlement of Direct Purchaser Class Action with Valeo Defendants and Hearing on Settlement Approval and Requests for Attorneys' Fees and Litigation Costs and Expenses ("Notice"), attached as Exhibit 1 to Direct Purchaser's Memorandum in Support of Motion for Authorization to Disseminate Notice to Direct Purchaser Settlement Class of Proposed Settlement with Valeo Defendants and Requests for Attorneys' Fees and Litigation Costs and Expenses (the "Notice Memorandum"); and (b) the Summary Notice of Proposed Settlement of Direct Purchaser Class Action with Valeo Defendants and Hearing on Settlement Approval and Requests for Attorneys' Fees and Litigation Costs and Expenses ("Summary Notice"), attached as Exhibit 2 to the Notice Memorandum.

4. The Court finds that the mailing, publication and other forms of dissemination of notice, in the manner set forth in the Notice Memorandum, constitutes the best notice practicable under the circumstances and is valid, due and sufficient notice to all persons entitled thereto, and complies with the requirements of Federal Rule of Civil Procedure 23 and the due process requirements of the Constitution of the United States.

5. On or before June 28, 2018, the Notice, in substantially the same form as Exhibit 1 to the Notice Memorandum, shall be sent by first class mail, postage prepaid, to all potential members of the Valeo Settlement Class identified by the Defendants. The Notice shall also be provided to all persons who request it in response to the Summary Notice. In addition, copies of the Notice shall be posted on the Internet at www.autopartsantitrustlitigation.com, the website dedicated to this litigation.

6. On or before July 9, 2018, Settlement Class Counsel shall cause the Summary Notice, in substantially the same form as Exhibit 2 to the Notice Memorandum, to be published

in one edition of *Automotive News*. Commencing on or about the date of publication of the Summary Notice, an online banner notice shall also appear over a 21-day period on www.AutoNews.com, the digital version of *Automotive News*. On or about the publication date, an Informational Press Release shall be issued nationwide via PR Newswire's "Auto Wire."

7. On or before July 30, 2018, Settlement Class Counsel shall file with the Court their motion or motions for final approval of the proposed settlement with the Valeo Defendants, for an award of attorneys' fees and reimbursement of litigation costs and expenses, and for authorization to use up to 10% of the Settlement Fund for future payments of litigation costs and expenses.

8. All requests for exclusion from the Valeo Settlement Class must be in writing, postmarked no later than August 22, 2018, and must otherwise comply with the requirements set forth in the Notice.

9. Any objection by any member of the Valeo Settlement Class to the proposed settlement, or to the requests for attorneys' fees and litigation costs and expenses, must be in writing, must be filed with the Clerk of Court and postmarked no later than August 22, 2018, and must otherwise comply with the requirements set forth in the Notice.

10. Each member of the Valeo Settlement Class will retain all rights and causes of action with respect to claims against any Defendant other than the Valeo Defendants, regardless of whether the Settlement Class member decides to remain in, or request exclusion from, the Valeo Settlement Class.

11. At least ten (10) days before the date fixed by this Court for the Fairness Hearing, Settlement Class Counsel shall file with the Court affidavits or declarations of the person under whose general direction the mailing and posting of the Notice, and publication of the Summary

Notice, were made, showing that mailing, posting and publication were made in accordance with this Order.

12. The Court will hold a Fairness Hearing on September 26, 2018, at 2:45 p.m., at the Theodore Levin U.S. Courthouse, Courtroom 272, 231 West Lafayette Blvd., Detroit MI, 48226, to determine whether: the proposed Valeo settlement is fair, reasonable and adequate and should be approved; to approve the requests for attorneys' fees and reimbursement of litigation costs and expenses; and to authorize the use up to 10% of the Settlement Fund for future payments of litigation costs and expenses. Any Settlement Class member who follows the procedure set forth in the Notice may appear and be heard at this hearing. The Fairness Hearing may be rescheduled, adjourned or continued without further notice to the Settlement Class.

IT IS SO ORDERED.

Date: June 14, 2018

s/Marianne O. Battani
MARIANNE O. BATTANI
United States District Judge

CERTIFICATE OF SERVICE

The undersigned certifies that the foregoing Order was served upon counsel of record via the Court's ECF System to their respective email addresses or First Class U.S. mail to the non-ECF participants on June 14, 2018.

s/ Kay Doaks
Case Manager